

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

In re REFCO INC. SECURITIES LITIGATION

Case No. 07-MD-1902 (GEL)

This Document Relates to:

KENNETH M. KRYS and CHRISTOPHER STRIDE, as JOINT OFFICIAL LIQUIDATORS of SPHINX LTD., SPHINX STRATEGY FUND LTD.; SPHINX PLUS SPC LTD., SPHINX DISTRESSED LTD., SPHINX MERGER ARBITRAGE LTD.; SPHINX SPECIAL SITUATIONS LTD., SPHINX MACRO LTD.; SPHINX LONG/SHORT EQUITY LTD.; SPHINX MANAGED FUTURES LTD.; SPHINX EQUITY MARKET NEUTRAL LTD.; SPHINX CONVERTIBLE ARBITRAGE LTD.; SPHINX FIXED INCOME ARBITRAGE LTD.; SPHINX DISTRESSED FUND SPC; SPHINX MERGER ARBITRAGE FUND SPC; SPHINX SPECIAL SITUATIONS FUND SPC; SPHINX MACRO FUND SPC; SPHINX LONG/SHORT EQUITY FUND SPC; SPHINX MANAGED FUTURES FUND SPC; SPHINX EQUITY MARKET NEUTRAL FUND SPC; SPHINX CONVERTIBLE ARBITRAGE FUND SPC; SPHINX FIXED INCOME ARBITRAGE FUND SPC; PLUSFUNDS MANAGED ACCESS FUND SPC LTD.; KENNETH M. KRYS and CHRISTOPHER STRIDE as assignees of claims assigned by MIAMI CHILDREN'S HOSPITAL FOUNDATION, OFI, GREEN & SMITH INVESTMENT MANAGEMENT LLC, THALES FUND MANAGEMENT LLC, KELLNER DILEO & CO., LLC, MARTINGALE ASSET MANAGEMENT LP, LONGACRE FUND MANAGEMENT LLC, ARNHOLD & S. BLEICHROEDER ADVISERS LLC, PICTET & CIE, RGA AMERICA REINSURANCE COMPANY, DEUTSCHE BANK (SUISSE) SA, ARAB MONETARY FUND, HANSARD INTERNATIONAL LTD., CONCORDIA

Case No. 08-cv-3065 (GEL)

Case No. 08-cv-3086 (GEL)

**MOTION FOR *PRO HAC*  
*VICE* ADMISSION OF  
LEE M. ANDELIN**

ADVISORS LLC, GABELLI SECURITIES, INC., :  
 CITCO GLOBAL CUSTODY; and JAMES :  
 P. SINCLAIR as Trustee of the SPHINX TRUST, :

Plaintiffs, :

-against- :

CHRISTOPHER SUGRUE; MARK :  
 KAVANAGH; BRIAN OWENS; :  
 PRICEWATERHOUSECOOPERS L.L.P.; MARI :  
 FERRIS; PRICEWATERHOUSECOOPERS :  
 CAYMAN ISLANDS; GIBSON, DUNN & :  
 CRUTCHER LLP; REFCO ALTERNATIVE :  
 INVESTMENTS LLC; GRANT THORNTON :  
 LLP; MARK RAMLER; ERNST & YOUNG U.S. :  
 LLP; MAYER BROWN LLP f/k/a MAYER :  
 BROWN ROWE & MAW LLP; JOSEPH :  
 COLLINS; EDWARD S. BEST; PAUL KOURY; :  
 PHILLIP R. BENNETT; ROBERT C. TROSTEN; :  
 TONE GRANT; SANTO MAGGIO; THOMAS :  
 HACKL; DENNIS KLEJNA; BAWAG P.S.K. :  
 BANK FUR ARBEIT UND WIRTSCHAFT UND :  
 OSTERREICHISCHE POSTPARKASSE :  
 AKTIENGESELLSCHAFT; JP MORGAN :  
 CHASE & CO.; CREDIT SUISSE SECURITIES :  
 (USA) LLC f/k/a CREDIT SUISSE FIRST :  
 BOSTON LLC; BANC OF AMERICA :  
 SECURITIES LLC; THOMAS H. LEE :  
 PARTNERS, L.P.; THOMAS H. LEE :  
 ADVISORS, LLC; THL MANAGERS V, LLC; :  
 THL EQUITY ADVISORS V, L.P.; THOMAS H. :  
 LEE EQUITY FUND V, L.P.; THOMAS H. LEE :  
 PARALLEL FUND V, L.P.; THOMAS H. LEE :  
 EQUITY (CAYMAN) FUND V, L.P.; THOMAS :  
 H. LEE INVESTORS LIMITED PARTNERSHIP; :  
 1997 THOMAS H. LEE NOMINEE TRUST; :  
 THOMAS H. LEE; DAVID V. HARKINS; :  
 SCOTT L. JAECKEL; SCOTT A. SCHOEN; :  
 WILLIAM T. PIGOTT; LIBERTY CORNER :  
 CAPITAL STRATEGIES, LLC; EMF :  
 FINANCIAL PRODUCTS LLC; EMF CORE :  
 FUND LTD.; DELTA FLYER FUND LLC; ERIC :  
 M. FLANAGAN; INGRAM MICRO, INC.; CIM :  
 VENTURES, INC.; BECKENHAM TRADING :  
 CO., INC.; ANDREW KRIEGER; COAST :  
 ASSET MANAGEMENT, LLC, f/k/a COAST :  
 ASSET MANAGEMENT LP; CS LAND :  
 MANAGEMENT LLC; CHRISTOPHER :

PETTIT; and REFCO GROUP HOLDINGS, :  
INC.; and REFCO ASSOCIATES, INC., :  
 :  
 :  
 Defendants :  
-----X

Pursuant to Local Civil Rule 1.3(c), undersigned counsel respectfully moves for the admission *pro hac vice* of the following attorney in the above-captioned matters:

Lee M. Andelin  
Beus Gilbert PLLC  
4800 North Scottsdale Road, Suite 6000  
Scottsdale, Arizona 85251  
Tel. (480) 429-3000  
Fax. (480) 429-3100  
Email: [landelin@beusgilbert.com](mailto:landelin@beusgilbert.com)

Mr. Andelin is a member in good standing of the bar of the State of Arizona. There are no pending disciplinary proceedings against Mr. Andelin in state or federal court. This Motion is based on the accompanying affirmation of David Molton and affidavit of Lee M. Andelin and a Certificate of Good Standing from the bar of the State of Arizona. A proposed Order is attached hereto.

Dated: New York, New York  
May<sup>27</sup>, 2008

Respectfully submitted,

By: 

David Molton (DM-1106)

BROWN RUDNICK BERLACK ISRAELS LLP  
Seven Times Square  
New York, New York 10036  
Telephone: (212) 209-4800  
Facsimile: (212) 209-4801

*Co-Counsel for Plaintiffs*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re REFCO INC. SECURITIES LITIGATION

:  
Case No. 07-MD-1902 (GEL)  
:  
-----X

This Document Relates to:

-----X  
KENNETH M. KRYIS and CHRISTOPHER  
STRIDE, as JOINT OFFICIAL LIQUIDATORS  
of SPHINX LTD., SPHINX STRATEGY FUND  
LTD.;  
SPHINX PLUS SPC LTD., SPHINX  
DISTRESSED LTD., SPHINX MERGER  
ARBITRAGE LTD.; SPHINX SPECIAL  
SITUATIONS LTD., SPHINX MACRO LTD.;  
SPHINX LONG/SHORT EQUITY LTD.;  
SPHINX MANAGED FUTURES LTD.; SPHINX  
EQUITY MARKET NEUTRAL LTD.; SPHINX  
CONVERTIBLE ARBITRAGE LTD.; SPHINX  
FIXED INCOME ARBITRAGE LTD.; SPHINX  
DISTRESSED FUND SPC; SPHINX MERGER  
ARBITRAGE FUND SPC; SPHINX SPECIAL  
SITUATIONS FUND SPC; SPHINX MACRO  
FUND SPC; SPHINX LONG/SHORT EQUITY  
FUND SPC; SPHINX MANAGED FUTURES  
FUND SPC; SPHINX EQUITY MARKET  
NEUTRAL FUND SPC; SPHINX  
CONVERTIBLE ARBITRAGE FUND SPC;  
SPHINX FIXED INCOME ARBITRAGE FUND  
SPC; PLUSFUNDS MANAGED ACCESS FUND  
SPC LTD.; KENNETH M. KRYIS and  
CHRISTOPHER STRIDE as assignees of claims  
assigned by MIAMI CHILDREN'S HOSPITAL  
FOUNDATION, OFI, GREEN & SMITH  
INVESTMENT MANAGEMENT LLC, THALES  
FUND MANAGEMENT LLC, KELLNER  
DILEO & CO., LLC, MARTINGALE ASSET  
MANAGEMENT LP, LONGACRE FUND  
MANAGEMENT LLC, ARNHOLD & S.  
BLEICHROEDER ADVISERS LLC, PICTET &  
CIE, RGA AMERICA REINSURANCE  
COMPANY, DEUTSCHE BANK (SUISSE) SA,  
ARAB MONETARY FUND, HANSARD  
INTERNATIONAL LTD., CONCORDIA  
ADVISORS LLC, GABELLI SECURITIES, INC.,  
CITCO GLOBAL CUSTODY; and JAMES

:  
Case No. 08-cv-3065 (GEL)  
:

:  
Case No. 08-cv-3086 (GEL)  
:

:  
**AFFIRMATION OF DAVID  
MOLTON IN SUPPORT  
OF MOTION FOR  
ADMISSION OF COUNSEL  
PRO HAC VICE**  
:

P. SINCLAIR as Trustee of the SPHINX TRUST, :

Plaintiffs, :

-against- :

CHRISTOPHER SUGRUE; MARK :

KAVANAGH; BRIAN OWENS; :

PRICEWATERHOUSECOOPERS L.L.P.; MARI :

FERRIS; PRICEWATERHOUSECOOPERS :

CAYMAN ISLANDS; GIBSON, DUNN & :

CRUTCHER LLP; REFCO ALTERNATIVE :

INVESTMENTS LLC; GRANT THORNTON :

LLP; MARK RAMLER; ERNST & YOUNG U.S. :

LLP; MAYER BROWN LLP f/k/a MAYER :

BROWN ROWE & MAW LLP; JOSEPH :

COLLINS; EDWARD S. BEST; PAUL KOURY; :

PHILLIP R. BENNETT; ROBERT C. TROSTEN; :

TONE GRANT; SANTO MAGGIO; THOMAS :

HACKL; DENNIS KLEJNA; BAWAG P.S.K. :

BANK FUR ARBEIT UND WIRTSCHAFT UND :

OSTERREICHISCHE POSTPARKASSE :

AKTIENGESELLSCHAFT; JP MORGAN :

CHASE & CO.; CREDIT SUISSE SECURITIES :

(USA) LLC f/k/a CREDIT SUISSE FIRST :

BOSTON LLC; BANC OF AMERICA :

SECURITIES LLC; THOMAS H. LEE :

PARTNERS, L.P.; THOMAS H. LEE :

ADVISORS, LLC; THL MANAGERS V, LLC; :

THL EQUITY ADVISORS V, L.P.; THOMAS H. :

LEE EQUITY FUND V, L.P.; THOMAS H. LEE :

PARALLEL FUND V, L.P.; THOMAS H. LEE :

EQUITY (CAYMAN) FUND V, L.P.; THOMAS :

H. LEE INVESTORS LIMITED PARTNERSHIP; :

1997 THOMAS H. LEE NOMINEE TRUST; :

THOMAS H. LEE; DAVID V. HARKINS; :

SCOTT L. JAECKEL; SCOTT A. SCHOEN; :

WILLIAM T. PIGOTT; LIBERTY CORNER :

CAPITAL STRATEGIES, LLC; EMF :

FINANCIAL PRODUCTS LLC; EMF CORE :

FUND LTD.; DELTA FLYER FUND LLC; ERIC :

M. FLANAGAN; INGRAM MICRO, INC.; CIM :

VENTURES, INC.; BECKENHAM TRADING :

CO., INC.; ANDREW KRIEGER; COAST :

ASSET MANAGEMENT, LLC, f/k/a COAST :

ASSET MANAGEMENT LP; CS LAND :

MANAGEMENT LLC; CHRISTOPHER :

PETTIT; and REFCO GROUP HOLDINGS, :

INC.; and REFCO ASSOCIATES, INC., :

Defendants :  
-----X

David Molton declares as follows:

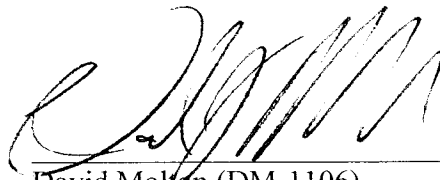
1. I am a member in good standing of the bar of the State of New York and a partner of Brown Rudnick Berlack Israels LLP, Seven Times Square, New York, New York 10036, co counsel for Plaintiffs, plaintiffs Kenneth M. Kryns and Christopher Stride as Joint Official Liquidators of SPhinX, Ltd., SPhinX Macro Fund SPC, SPhinX Macro, Ltd., SPhinX Managed Futures Fund SPC, SPhinX Long/Short Equity Fund SPC, SPhinX Convertible Arbitrage Fund SPC, SPhinX Fixed Income Arbitrage Fund SPC, SPhinX Distressed Fund SPC, SPhinX Merger Arbitrage Fund SPC, SPhinX Special Situations Fund SPC, SPhinX Equity Market Neutral Fund SPC, SPhinX Strategy Fund, Ltd., SPhinX Plus SPC, Ltd., SPhinX Managed Futures, Ltd., SPhinX Long/Short Equity, Ltd., SPhinX Convertible Arbitrage, Ltd., SPhinX Fixed Income Arbitrage, Ltd., SPhinX Distressed, Ltd., SPhinX Merger Arbitrage, Ltd., SPhinX Special Situations, Ltd., SPhinX Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Kryns and Christopher Stride as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody and James P. Sinclair, as Trustee of the SPhinX Trust.

2. I make this affirmation in support of the application of Lee M. Andelin, Esq. for admission to the bar of this Court *pro hac vice*.

3. An original affidavit from Mr. Andelin in support of his application for admission to the bar of this Court *pro hac vice* has also been filed with the Court.

4. I will be associated with Mr. Andelin in the prosecution of this matter, and I or another member or associate of Brown Rudnick Berlack Israels LLP will file papers, enter appearances, and sign all pleadings, briefs and other papers to be filed with the Court as required by the Rules of this Court.

Dated: New York, New York  
May 27, 2008



David Molton (DM-1106)  
Brown Rudnick Berlack Israels LLP  
Seven Times Square  
New York, New York 10036  
Telephone: (212) 209-4800  
Facsimile: (212) 209-4801  
dmolton@brownrudnick.com

*Co-Counsel for Plaintiffs*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re REFCO INC. SECURITIES LITIGATION

:  
Case No. 07-MD-1902 (GEL)  
:  
-----X

This Document Relates to:

-----X  
KENNETH M. KRYS and CHRISTOPHER  
STRIDE, as JOINT OFFICIAL LIQUIDATORS  
of SPHINX LTD., SPHINX STRATEGY FUND  
LTD.;  
SPHINX PLUS SPC LTD., SPHINX  
DISTRESSED LTD., SPHINX MERGER  
ARBITRAGE LTD.; SPHINX SPECIAL  
SITUATIONS LTD., SPHINX MACRO LTD.;  
SPHINX LONG/SHORT EQUITY LTD.;  
SPHINX MANAGED FUTURES LTD.; SPHINX  
EQUITY MARKET NEUTRAL LTD.; SPHINX  
CONVERTIBLE ARBITRAGE LTD.; SPHINX  
FIXED INCOME ARBITRAGE LTD.; SPHINX  
DISTRESSED FUND SPC; SPHINX MERGER  
ARBITRAGE FUND SPC; SPHINX SPECIAL  
SITUATIONS FUND SPC; SPHINX MACRO  
FUND SPC; SPHINX LONG/SHORT EQUITY  
FUND SPC; SPHINX MANAGED FUTURES  
FUND SPC; SPHINX EQUITY MARKET  
NEUTRAL FUND SPC; SPHINX  
CONVERTIBLE ARBITRAGE FUND SPC;  
SPHINX FIXED INCOME ARBITRAGE FUND  
SPC; PLUSFUNDS MANAGED ACCESS FUND  
SPC LTD.; KENNETH M. KRYS and  
CHRISTOPHER STRIDE as assignees of claims  
assigned by MIAMI CHILDREN'S HOSPITAL  
FOUNDATION, OFI, GREEN & SMITH  
INVESTMENT MANAGEMENT LLC, THALES  
FUND MANAGEMENT LLC, KELLNER  
DILEO & CO., LLC, MARTINGALE ASSET  
MANAGEMENT LP, LONGACRE FUND  
MANAGEMENT LLC, ARNHOLD & S.  
BLEICHROEDER ADVISERS LLC, PICTET &  
CIE, RGA AMERICA REINSURANCE  
COMPANY, DEUTSCHE BANK (SUISSE) SA,  
ARAB MONETARY FUND, HANSARD  
INTERNATIONAL LTD., CONCORDIA  
ADVISORS LLC, GABELLI SECURITIES, INC.,

:  
Case No. 08-cv-3065 (GEL)  
:

:  
Case No. 08-cv-3086 (GEL)  
:

:  
**AFFIDAVIT OF LEE M.  
ANDELIN IN SUPPORT OF  
MOTION FOR  
ADMISSION OF COUNSEL  
PRO HAC VICE**  
:



CITCO GLOBAL CUSTODY; and JAMES  
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

CHRISTOPHER SUGRUE; MARK  
KAVANAGH; BRIAN OWENS;  
PRICEWATERHOUSECOOPERS L.L.P.; MARI  
FERRIS; PRICEWATERHOUSECOOPERS  
CAYMAN ISLANDS; GIBSON, DUNN &  
CRUTCHER LLP; REFCO ALTERNATIVE  
INVESTMENTS LLC; GRANT THORNTON  
LLP; MARK RAMLER; ERNST & YOUNG U.S.  
LLP; MAYER BROWN LLP f/k/a MAYER  
BROWN ROWE & MAW LLP; JOSEPH  
COLLINS; EDWARD S. BEST; PAUL KOURY;  
PHILLIP R. BENNETT; ROBERT C. TROSTEN;  
TONE GRANT; SANTO MAGGIO; THOMAS  
HACKL; DENNIS KLEJNA; BAWAG P.S.K.  
BANK FUR ARBEIT UND WIRTSCHAFT UND  
OSTERREICHISCHE POSTPARKASSE  
AKTIENGESELLSCHAFT; JP MORGAN  
CHASE & CO.; CREDIT SUISSE SECURITIES  
(USA) LLC f/k/a CREDIT SUISSE FIRST  
BOSTON LLC; BANC OF AMERICA  
SECURITIES LLC; THOMAS H. LEE  
PARTNERS, L.P.; THOMAS H. LEE  
ADVISORS, LLC; THL MANAGERS V, LLC;  
THL EQUITY ADVISORS V, L.P.; THOMAS H.  
LEE EQUITY FUND V, L.P.; THOMAS H. LEE  
PARALLEL FUND V, L.P.; THOMAS H. LEE  
EQUITY (CAYMAN) FUND V, L.P.; THOMAS  
H. LEE INVESTORS LIMITED PARTNERSHIP;  
1997 THOMAS H. LEE NOMINEE TRUST;  
THOMAS H. LEE; DAVID V. HARKINS;  
SCOTT L. JAECKEL; SCOTT A. SCHOEN;  
WILLIAM T. PIGOTT; LIBERTY CORNER  
CAPITAL STRATEGIES, LLC; EMF  
FINANCIAL PRODUCTS LLC; EMF CORE  
FUND LTD.; DELTA FLYER FUND LLC; ERIC  
M. FLANAGAN; INGRAM MICRO, INC.; CIM  
VENTURES, INC.; BECKENHAM TRADING  
CO., INC.; ANDREW KRIEGER; COAST  
ASSET MANAGEMENT, LLC, f/k/a COAST  
ASSET MANAGEMENT LP; CS LAND  
MANAGEMENT LLC; CHRISTOPHER  
PETTIT; and REFCO GROUP HOLDINGS,



INC.; and REFCO ASSOCIATES, INC.,

Defendants

X

STATE OF ARIZONA        )  
                                  )ss.:  
COUNTY OF MARICOPA    )

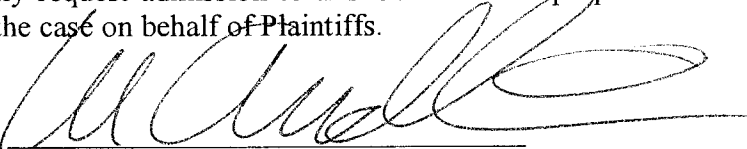
LEE M. ANDELIN, being duly sworn, deposes and says:

1. I am an associate at the law firm of Beus Gilbert PLLC. I am eligible to practice and am a member in good standing of the bar of the State of Arizona. A Certificate of Good Standing from the bar of the State of Arizona is appended hereto. I have not been suspended or disbarred in any court, and am a member in good standing of every jurisdiction in which I have been admitted to practice.

2. Plaintiffs Kenneth M. Krys and Christopher Stride as Joint Official Liquidators of SPHinx, Ltd., SPHinx Macro Fund SPC, SPHinx Macro, Ltd., SPHinx Managed Futures Fund SPC, SPHinx Long/Short Equity Fund SPC, SPHinx Convertible Arbitrage Fund SPC, SPHinx Fixed Income Arbitrage Fund SPC, SPHinx Distressed Fund SPC, SPHinx Merger Arbitrage Fund SPC, SPHinx Special Situations Fund SPC, SPHinx Equity Market Neutral Fund SPC, SPHinx Strategy Fund, Ltd., SPHinx Plus SPC, Ltd., SPHinx Managed Futures, Ltd., SPHinx Long/Short Equity, Ltd., SPHinx Convertible Arbitrage, Ltd., SPHinx Fixed Income Arbitrage, Ltd., SPHinx Distressed, Ltd., SPHinx Merger Arbitrage, Ltd., SPHinx Special Situations, Ltd., SPHinx Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Krys and Christopher Stride as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody and James P. Sinclair, as Trustee of the SPHinx Trust (collectively, "Plaintiffs"), have requested to be represented by me.

3. I understand that I am charged with knowing and complying with the Rules of this Court, including disciplinary rules, and with paying all required fees.

Based on the foregoing, I respectfully request admission to this Court for the purpose of appearing, arguing, and if necessary, trying the case on behalf of Plaintiffs.

  
Lee M. Andelin

Sworn to before me  
this 13 day of May 2008

  
Notary Public



CERTIFICATE OF GOOD STANDING  
ISSUED BY THE DISCIPLINARY CLERK  
FOR AND ON BEHALF OF  
THE SUPREME COURT OF ARIZONA

The Disciplinary Clerk pursuant to Rule 74, Rules of the Supreme Court of Arizona, hereby certifies that according to the records of the State Bar, **LEE MICHAEL ANDELIN**, was duly admitted to practice as an attorney and counselor at law in all courts of Arizona by the Supreme Court of Arizona on March 5, 2007, and is now, as of the date of this Certificate, an active member of the State Bar of Arizona in good standing.



Given under the seal of the Disciplinary Clerk of the Supreme Court of Arizona this 19<sup>th</sup> day of May, 2008.

*Leticia V. D'Amore*  
Leticia V. D'Amore  
Disciplinary Clerk

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re REFCO INC. SECURITIES LITIGATION

: Case No. 07-MD-1902 (GEL)  
:  
-----X

This Document Relates to:

-----X  
KENNETH M. KRYS and CHRISTOPHER  
STRIDE, as JOINT OFFICIAL LIQUIDATORS  
of SPHINX LTD., SPHINX STRATEGY FUND  
LTD.;

: Case No. 08-cv-3065 (GEL)  
:

SPHINX PLUS SPC LTD., SPHINX  
DISTRESSED LTD., SPHINX MERGER  
ARBITRAGE LTD.; SPHINX SPECIAL  
SITUATIONS LTD., SPHINX MACRO LTD.;  
SPHINX LONG/SHORT EQUITY LTD.;  
SPHINX MANAGED FUTURES LTD.; SPHINX  
EQUITY MARKET NEUTRAL LTD.; SPHINX  
CONVERTIBLE ARBITRAGE LTD.; SPHINX  
FIXED INCOME ARBITRAGE LTD.; SPHINX  
DISTRESSED FUND SPC; SPHINX MERGER  
ARBITRAGE FUND SPC; SPHINX SPECIAL  
SITUATIONS FUND SPC; SPHINX MACRO  
FUND SPC; SPHINX LONG/SHORT EQUITY  
FUND SPC; SPHINX MANAGED FUTURES  
FUND SPC; SPHINX EQUITY MARKET  
NEUTRAL FUND SPC; SPHINX  
CONVERTIBLE ARBITRAGE FUND SPC;  
SPHINX FIXED INCOME ARBITRAGE FUND  
SPC; PLUSFUNDS MANAGED ACCESS FUND  
SPC LTD.; KENNETH M. KRYS and  
CHRISTOPHER STRIDE as assignees of claims  
assigned by MIAMI CHILDREN'S HOSPITAL  
FOUNDATION, OFI, GREEN & SMITH  
INVESTMENT MANAGEMENT LLC, THALES  
FUND MANAGEMENT LLC, KELLNER  
DILEO & CO., LLC, MARTINGALE ASSET  
MANAGEMENT LP, LONGACRE FUND  
MANAGEMENT LLC, ARNHOLD & S.  
BLEICHROEDER ADVISERS LLC, PICTET &  
CIE, RGA AMERICA REINSURANCE  
COMPANY, DEUTSCHE BANK (SUISSE) SA,  
ARAB MONETARY FUND, HANSARD  
INTERNATIONAL LTD., CONCORDIA  
ADVISORS LLC, GABELLI SECURITIES, INC.,

: Case No. 08-cv-3086 (GEL)  
:

: **ORDER ADMITTING**  
: **LEE M. ANDELIN**  
: **PRO HAC VICE**

CITCO GLOBAL CUSTODY; and JAMES  
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

CHRISTOPHER SUGRUE; MARK  
KAVANAGH; BRIAN OWENS;  
PRICewaterHOUSECOOPERS L.L.P.; MARI  
FERRIS; PRICewaterHOUSECOOPERS  
CAYMAN ISLANDS; GIBSON, DUNN &  
CRUTCHER LLP; REFCO ALTERNATIVE  
INVESTMENTS LLC; GRANT THORNTON  
LLP; MARK RAMLER; ERNST & YOUNG U.S.  
LLP; MAYER BROWN LLP f/k/a MAYER  
BROWN ROWE & MAW LLP; JOSEPH  
COLLINS; EDWARD S. BEST; PAUL KOURY;  
PHILLIP R. BENNETT; ROBERT C. TROSTEN;  
TONE GRANT; SANTO MAGGIO; THOMAS  
HACKL; DENNIS KLEJNA; BAWAG P.S.K.  
BANK FUR ARBEIT UND WIRTSCHAFT UND  
OSTERREICHISCHE POSTPARKASSE  
AKTIENGESELLSCHAFT; JP MORGAN  
CHASE & CO.; CREDIT SUISSE SECURITIES  
(USA) LLC f/k/a CREDIT SUISSE FIRST  
BOSTON LLC; BANC OF AMERICA  
SECURITIES LLC; THOMAS H. LEE  
PARTNERS, L.P.; THOMAS H. LEE  
ADVISORS, LLC; THL MANAGERS V, LLC;  
THL EQUITY ADVISORS V, L.P.; THOMAS H.  
LEE EQUITY FUND V, L.P.; THOMAS H. LEE  
PARALLEL FUND V, L.P.; THOMAS H. LEE  
EQUITY (CAYMAN) FUND V, L.P.; THOMAS  
H. LEE INVESTORS LIMITED PARTNERSHIP;  
1997 THOMAS H. LEE NOMINEE TRUST;  
THOMAS H. LEE; DAVID V. HARKINS;  
SCOTT L. JAECKEL; SCOTT A. SCHOEN;  
WILLIAM T. PIGOTT; LIBERTY CORNER  
CAPITAL STRATEGIES, LLC; EMF  
FINANCIAL PRODUCTS LLC; EMF CORE  
FUND LTD.; DELTA FLYER FUND LLC; ERIC  
M. FLANAGAN; INGRAM MICRO, INC.; CIM  
VENTURES, INC.; BECKENHAM TRADING  
CO., INC.; ANDREW KRIEGER; COAST  
ASSET MANAGEMENT, LLC, f/k/a COAST  
ASSET MANAGEMENT LP; CS LAND  
MANAGEMENT LLC; CHRISTOPHER  
PETTIT; and REFCO GROUP HOLDINGS,

INC.; and REFCO ASSOCIATES, INC., :  
 :  
 Defendants :  
 -----X

Upon the motion of plaintiffs Kenneth M. Krys and Christopher Stride, as Joint Official Liquidators of SPhinX, Ltd., SPhinX Macro Fund SPC, SPhinX Macro, Ltd., SPhinX Managed Futures Fund SPC, SPhinX Long/Short Equity Fund SPC, SPhinX Convertible Arbitrage Fund SPC, SPhinX Fixed Income Arbitrage Fund SPC, SPhinX Distressed Fund SPC, SPhinX Merger Arbitrage Fund SPC, SPhinX Special Situations Fund SPC, SPhinX Equity Market Neutral Fund SPC, SPhinX Strategy Fund, Ltd., SPhinX Plus SPC, Ltd., SPhinX Managed Futures, Ltd., SPhinX Long/Short Equity, Ltd., SPhinX Convertible Arbitrage, Ltd., SPhinX Fixed Income Arbitrage, Ltd., SPhinX Distressed, Ltd., SPhinX Merger Arbitrage, Ltd., SPhinX Special Situations, Ltd., SPhinX Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Krys and Christopher Stride, as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody, and James P. Sinclair, as Trustee of the SPhinX Trust (collectively, "Plaintiffs"), pursuant to Local Civil Rule 1.3(c), for the admission *pro hac vice* of Lee M. Andelin in the above-captioned matter, and David Molton's affirmation in support;

**IT IS HEREBY ORDERED** that

Lee M. Andelin  
Beus Gilbert PLLC  
4800 North Scottsdale Road, Suite 6000  
Scottsdale, Arizona 85251  
Tel. (480) 429-3000  
Fax. (480) 429-3100  
Email: [landelin@beusgilbert.com](mailto:landelin@beusgilbert.com)

is admitted to practice *pro hac vice* as counsel for the Plaintiffs in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov). Counsel shall forward the *pro hac vice* fee to the Clerk of the Court.

Dated: New York, New York  
May \_\_, 2008

---

Hon. Gerard E. Lynch  
U.S.D.J.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re REFCO INC. SECURITIES LITIGATION	:	Case No. 07-MD-1902 (GEL)
	:	
-----X	:	

This Document Relates to:

-----X	:	
KENNETH M. KRYS and CHRISTOPHER	:	
STRIDE, as JOINT OFFICIAL LIQUIDATORS	:	
of SPHINX LTD., SPHINX STRATEGY FUND	:	Case No. 08-cv-3065 (GEL)
LTD.;	:	
SPHINX PLUS SPC LTD., SPHINX	:	Case No. 08-cv-3086 (GEL)
DISTRESSED LTD., SPHINX MERGER	:	
ARBITRAGE LTD.; SPHINX SPECIAL	:	
SITUATIONS LTD., SPHINX MACRO LTD.;	:	
SPHINX LONG/SHORT EQUITY LTD.;	:	
SPHINX MANAGED FUTURES LTD.; SPHINX	:	<b><u>AFFIDAVIT OF SERVICE</u></b>
EQUITY MARKET NEUTRAL LTD.; SPHINX	:	
CONVERTIBLE ARBITRAGE LTD.; SPHINX	:	
FIXED INCOME ARBITRAGE LTD.; SPHINX	:	
DISTRESSED FUND SPC; SPHINX MERGER	:	
ARBITRAGE FUND SPC; SPHINX SPECIAL	:	
SITUATIONS FUND SPC; SPHINX MACRO	:	
FUND SPC; SPHINX LONG/SHORT EQUITY	:	
FUND SPC; SPHINX MANAGED FUTURES	:	
FUND SPC; SPHINX EQUITY MARKET	:	
NEUTRAL FUND SPC; SPHINX	:	
CONVERTIBLE ARBITRAGE FUND SPC;	:	
SPHINX FIXED INCOME ARBITRAGE FUND	:	
SPC; PLUSFUNDS MANAGED ACCESS FUND	:	
SPC LTD.; KENNETH M. KRYS and	:	
CHRISTOPHER STRIDE as assignees of claims	:	
assigned by MIAMI CHILDREN'S HOSPITAL	:	
FOUNDATION, OFI, GREEN & SMITH	:	
INVESTMENT MANAGEMENT LLC, THALES	:	
FUND MANAGEMENT LLC, KELLNER	:	
DILEO & CO., LLC, MARTINGALE ASSET	:	
MANAGEMENT LP, LONGACRE FUND	:	
MANAGEMENT LLC, ARNHOLD & S.	:	
BLEICHROEDER ADVISERS LLC, PICTET &	:	
CIE, RGA AMERICA REINSURANCE	:	
COMPANY, DEUTSCHE BANK (SUISSE) SA,	:	
ARAB MONETARY FUND, HANSARD	:	
INTERNATIONAL LTD., CONCORDIA	:	
ADVISORS LLC, GABELLI SECURITIES, INC.,	:	



CITCO GLOBAL CUSTODY; and JAMES  
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

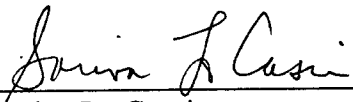
CHRISTOPHER SUGRUE; MARK  
KAVANAGH; BRIAN OWENS;  
PRICEWATERHOUSECOOPERS L.L.P.; MARI  
FERRIS; PRICEWATERHOUSECOOPERS  
CAYMAN ISLANDS; GIBSON, DUNN &  
CRUTCHER LLP; REFCO ALTERNATIVE  
INVESTMENTS LLC; GRANT THORNTON  
LLP; MARK RAMLER; ERNST & YOUNG U.S.  
LLP; MAYER BROWN LLP f/k/a MAYER  
BROWN ROWE & MAW LLP; JOSEPH  
COLLINS; EDWARD S. BEST; PAUL KOURY;  
PHILLIP R. BENNETT; ROBERT C. TROSTEN;  
TONE GRANT; SANTO MAGGIO; THOMAS  
HACKL; DENNIS KLEJNA; BAWAG P.S.K.  
BANK FUR ARBEIT UND WIRTSCHAFT UND  
OSTERREICHISCHE POSTPARKASSE  
AKTIENGESELLSCHAFT; JP MORGAN  
CHASE & CO.; CREDIT SUISSE SECURITIES  
(USA) LLC f/k/a CREDIT SUISSE FIRST  
BOSTON LLC; BANC OF AMERICA  
SECURITIES LLC; THOMAS H. LEE  
PARTNERS, L.P.; THOMAS H. LEE  
ADVISORS, LLC; THL MANAGERS V, LLC;  
THL EQUITY ADVISORS V, L.P.; THOMAS H.  
LEE EQUITY FUND V, L.P.; THOMAS H. LEE  
PARALLEL FUND V, L.P.; THOMAS H. LEE  
EQUITY (CAYMAN) FUND V, L.P.; THOMAS  
H. LEE INVESTORS LIMITED PARTNERSHIP;  
1997 THOMAS H. LEE NOMINEE TRUST;  
THOMAS H. LEE; DAVID V. HARKINS;  
SCOTT L. JAECKEL; SCOTT A. SCHOEN;  
WILLIAM T. PIGOTT; LIBERTY CORNER  
CAPITAL STRATEGIES, LLC; EMF  
FINANCIAL PRODUCTS LLC; EMF CORE  
FUND LTD.; DELTA FLYER FUND LLC; ERIC  
M. FLANAGAN; INGRAM MICRO, INC.; CIM  
VENTURES, INC.; BECKENHAM TRADING  
CO., INC.; ANDREW KRIEGER; COAST  
ASSET MANAGEMENT, LLC, f/k/a COAST  
ASSET MANAGEMENT LP; CS LAND  
MANAGEMENT LLC; CHRISTOPHER  
PETTIT; and REFCO GROUP HOLDINGS,

INC.; and REFCO ASSOCIATES, INC., :  
 :  
 :  
 Defendants :  
-----X

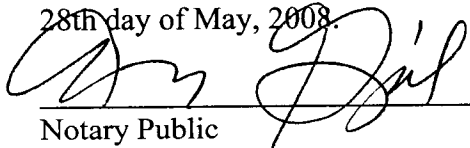
STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

Sarina Lo Cascio being duly sworn, deposes and says: I am not a party to the within action, am over 18 years of age and reside in New York, New York.

On the 28th day of May, 2008, I caused to be served a true copy of the Motion for *Pro Hac Vice* Admission of Lee M. Andelin, the Affirmation of David Molton in Support of Motion for Admission of Counsel *Pro Hac Vice*, the Affidavit of Lee M. Andelin in Support of Motion for Admission of Counsel *Pro Hac Vice*, and the proposed Order Admitting Lee M. Andelin *Pro Hac Vice* on the parties listed on the attached service list by first-class mail, postage prepaid.

  
Sarina Lo Cascio

Sworn to before me this  
28th day of May, 2008.

  
Notary Public

EVELYN GONZALEZ  
Notary Public, State of New York  
No. 01GO5045489  
Qualified in Queens County 2011  
Commission Expires June 19, 2011

SERVICE LIST

Robert B. McCaw, Esq.  
Phillip D. Anker, Esq.  
James Millar, Esq.  
John V.H. Pierce, Esq.  
Ross E. Firsenbaum, Esq.  
Wilmer Cutler Pickering Hale and Dorr LLP  
399 Park Avenue  
New York, New York 10022  
Attorneys for Defendants JP Morgan Chase & Co.,  
Credit Suisse Securities (USA) LLC (formerly  
Credit Suisse First Boston LLC), and  
Banc of America Securities LLC

David Mollon, Esq.  
Winston & Strawn LLP  
200 Park Avenue  
New York, New York 10166  
Attorneys for Defendants Grant Thornton LLP  
and Mark Ramler

William T. Burke, Esq.  
John K. Villa, Esq.  
Michael S. Sundermeyer, Esq.  
Thomas G. Ward, Esq.  
Craig D. Singer, Esq.  
Williams & Connolly LLP  
725 12<sup>th</sup> Street, N.W.  
Washington, D.C. 20005  
Attorneys for Defendant Mayer Brown LLP

Anthony M. Candido, Esq.  
Joel M. Cohen, Esq.  
Clifford Chance US LLP  
31 West 52<sup>nd</sup> Street  
New York, New York 10019  
Attorneys for the UK Limited Liability Partnership  
Mayer Brown International LLP

Greg Danilow, Esq.  
Michael F. Walsh, Esq.  
Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153-0119  
Attorneys for Defendants Thomas H. Lee Partners L.P.,  
Thomas H. Lee Advisors LLC, THL Managers V, LLC,  
THL Equity Advisors V., L.P., Thomas H. Lee Equity  
Fund V, L.P., Thomas H. Lee Parallel Fund V., L.P.,  
Thomas H. Lee Equity (Cayman) Fund V., L.P.,  
Thomas H. Lee Investors Limited Partnership,  
1997 Thomas H. Lee Nominee Trust, Thomas H. Lee,  
David V. Harkins, Scott A. Schoen, and Scott L. Jaeckel

James J. Capra, Esq.  
Orrick, Herrington & Sutcliffe LLP  
666 Fifth Avenue  
New York, New York 10103-0001  
Attorneys for Defendants  
PricewaterhouseCoopers LLP and  
Mari Ferris

Joel Levitin, Esq.  
Nicolle L. Jacoby, Esq.  
Brian H. Brick, Esq.  
Dechert LLP  
30 Rockefeller Plaza  
New York, New York 10112  
Attorneys for Defendant BAWAG

Christopher Sugrue  
Av. Amilar Cabral No 110-2  
Ed. Sonangol Distribuidora  
Luanda  
Angola

Mark Kavanagh  
Ballyorney House  
Waterfall Road  
Enniskerry  
County Wicklow, Ireland

Brian Owens  
2 Beresford Green  
Griffith Avenue  
Dublin 9, Ireland

David W. Wiltenburg, Esq.  
Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, New York 10004  
Counsel to Defendant PricewaterhouseCoopers  
Cayman Islands

Gregory P. Joseph  
Peter R. Jerdee  
Gregory P. Joseph Law Offices LLC  
485 Lexington Ave, 30th Floor  
New York, New York 10017  
Counsel to Defendant Gibson, Dunn & Crutcher LLP

Christopher R. Harris, Esq.  
Latham & Watkins LLP  
885 Third Avenue  
New York, New York 10022  
Counsel to Defendant Ernst & Young U.S., LLP

Jonathan Paul Bach, Esq.  
Daniel Mark Hibshoosh, Esq.  
Timothy Marden Kerr, Esq.  
William J. Schwartz, Esq.  
Cooley Godward Kronish LLP  
1114 Avenue of the Americas  
New York, New York 10036  
and  
William J. Schwartz, Esq.  
Krys Boyle, P.C  
600 17th Street, Suite 2700 South Tower  
Denver, CO 80202  
Counsel to Defendant Joseph Collins

Edward S. Best, Esq.  
Mayer Brown LLP  
71 S. Wacker Drive  
Chicago, Illinois 60606

Charles E. Clayman, Esq.  
Clayman & Rosenberg  
305 Madison Avenue, Suite 1301  
New York, New York 10165  
Counsel to Defendant Paul Koury

Jeffrey T. Golenbock, Esq.  
Golenbock Eiseman Assor Bell &  
Peskie LLP  
437 Madison Avenue  
New York, New York 10022-7302  
Counsel to Defendants Phillip R. Bennett  
and Refco Group Holdings Inc.

Barbara Moses, Esq.  
Morvillo, Abramowitz, Grand, Iason,  
Anello, & Bohrer, P.C.  
565 Fifth Avenue  
New York, New York 10017  
Counsel to Defendant Robert C. Trosten

Laura Neish, Esq.  
Zuckerman Spaeder LLP  
1540 Broadway, Suite 1604  
New York, New York 10036  
Counsel to Defendant Tone Grant

Scott E. Hershman, Esq.  
Hunton & Williams LLP  
200 Park Avenue  
New York, New York 10166-0091  
Counsel to Defendant Santo C. Maggio

Thomas Hackl  
Acies Asset Management S.A.  
118 Rue du Rhône  
1204 Geneve Switzerland

Helen B. Kim, Esq.  
Katten Muchin Rosenman LLP  
2029 Century Park East  
Suite 2600  
Los Angeles, California 90067-3012  
Counsel to Defendant Dennis Klejna

John D. Tortorella, Esq.  
Marino Tortorella PC  
437 Southern Boulevard  
Chatham, New Jersey 07928  
Counsel to Defendants Liberty Corner  
Capital Strategies, LLC and William T. Pigott

Veronica E. Rendon, Esq.  
Arnold & Porter LLP  
399 Park Avenue  
New York, New York 10022-4690  
Counsel to Defendants Eric M. Flanagan,  
EMF Financial Products, LLC  
and Delta Flyer Fund, LLC

EMF Core Fund Ltd.  
c/o Maples & Calder  
PO Box 309, Ugland House  
South Church Street, George Town  
Grand Cayman KY1-1104  
Cayman Islands

Robert F. Wise, Jr.  
Davis Polk & Wardell  
450 Lexington Avenue  
New York, New York 10017  
Counsel to Defendants Ingram Micro Inc.  
and CIM Ventures, Inc.

Aaron E. Albert, Esq.  
Fischer Porter & Thomas, P.C.  
440 Sylvan Avenue, Suite 130  
Englewood Cliffs, New Jersey 07632-2700  
Counsel to Defendants Beckenham Trading Co. Inc.  
and Andrew Krieger

Brian Woo Hyon Song, Esq.  
Kirkland & Ellis LLP  
Citigroup Center 153 East 53<sup>rd</sup> Street  
New York, New York 10022



James C. Joslin, Esq.  
Micah E. Marcus, Esq.  
Reed S. Oslan, Esq.  
Kirkland & Ellis LLP  
200 East Randolph Street  
Chicago, IL 60601  
Counsel to Defendants Coast Asset Management LLC  
f/k/a Coast Asset Management LP  
and CS Land Management, LLC

Ronald M. Lepinskas, Esq.  
DLA Piper  
203 North LaSalle Street, Suite 1900  
Chicago, Illinois 60601-1293  
Counsel to Defendant Christopher Petitt

Jared R. Clark, Esq.  
Bingham McCutchen LLP  
399 Park Avenue  
New York, New York 10022-4689  
Counsel to Defendants Refco Associates, Inc.  
and Refco Alternative Investments LLC